

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
NORTHWESTERN CORPORATION,)	Bankruptcy Case No. 03-12872 (JLP)
)	
Reorganized Debtor.)	
_____)	
)	
MAGTEN ASSET MANAGEMENT)	
CORPORATION and TALTON R. EMBRY,)	
)	
Appellants,)	
)	
v.)	C.A. No. 05-0548-JJF
)	
NORTHWESTERN CORPORATION,)	
)	
Appellee.)	
_____)	

NOTICE OF WITHDRAWAL AND SUBSTITUTION OF COUNSEL

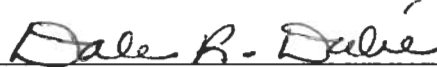
PLEASE TAKE NOTICE that Elio Battista, Jr., Esquire is no longer with the firm of Blank Rome, LLP, counsel for Appellants Magten Asset Management Corporation ("Magten") and Talton R. Embry, and should hereby be removed as counsel to Magten and Mr. Embry from all service lists.

PLEASE ENTER the appearances of Dale R. Dubé, Esquire and Bonnie Glantz Fatell, Esquire, both of Blank Rome LLP, as counsel for Magten and Mr. Embry.

Dated: Wilmington, Delaware
May 1, 2006

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this 1st day of May, 2006, I served by hand delivery and electronically filed the NOTICE OF WITHDRAWAL AND SUBSTITUTION OF COUNSEL using CM/ECF which will send notification of such filing(s) to the following:

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I also certify that, on this 1st day of May, 2006, I served the aforementioned document, by e-mail and Federal Express, upon the following non-registered participants:

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